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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re	:	x	Chapter 11
	:		
LEHMAN BROTHERS HOLDINGS, INC. et al.	:		Case No. 08-13555 (JMP)
	:		
Debtors.	:		(Jointly Administered)
	x		

**STIPULATION BETWEEN BORTSTEIN LEGAL LLC
AND THE FEE COMMITTEE REGARDING THE
SEVENTH INTERIM APPLICATION OF BORTSTEIN LEGAL LLC,
SPECIAL COUNSEL TO THE DEBTORS,
FOR INTERIM COMPENSATION FOR THE PERIOD
OCTOBER 1, 2010 THROUGH JANUARY 31, 2011**

**TO: THE HONORABLE JAMES M. PECK
U.S. BANKRUPTCY JUDGE**

WHEREAS, on June 1, 2011, Bortstein Legal LLC (“Bortstein”) filed the *Seventh Application of Bortstein Legal LLC, Special Counsel to the Debtors and Debtors in Possession, for Interim Allowance of Compensation* (the “Seventh Fee Application”) [Docket No. 17251] seeking interim fees in the amount of \$154,902.50 for professional services rendered and no reimbursement of out-of-pocket expenses;

WHEREAS, Bortstein regularly has received from the Debtors 80 percent of the amounts invoiced to the Debtors for professional services rendered and 100 percent of the amounts invoiced for expenses;

WHEREAS, pursuant to the *Order Appointing Fee Committee and Approving Fee Protocol* [Docket No. 3651], and consistent with the procedures set forth in the *Amended Fee Protocol* attached as Exhibit A to *Order Amending the Fee Protocol* [Docket No. 15998], counsel for the Fee Committee in Lehman Brothers Holdings, Inc. (the “Fee Committee”) has reviewed the Seventh Fee Application, issued a Confidential Letter Report on August 4, 2011, and entered into a dialogue with Bortstein regarding this application; and

WHEREAS, as a result of this dialogue, Bortstein has agreed to accept the Fee Committee’s proposed disallowance of fees in the amount of \$790.00 for professional services rendered.

STIPULATION

NOW, THEREFORE, the Fee Committee and Bortstein hereby stipulate and agree that the Court may enter an order (to be submitted subsequently) approving Bortstein’s request for interim compensation in the reduced amount of \$154,112.50 in fees.

Dated: Madison, Wisconsin
November 30, 2011

GODFREY & KAHN, S.C.

By: /s/ *Katherine Stadler*

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Attorneys for Fee Committee

Dated: New York, New York
November 28, 2011

BORTSTEIN LEGAL, LLC

By: /s/ *Lawrence A. Bortstein*

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